

MORRISON & FOERSTER LLP
250 West 55th Street
New York, New York 10019
Telephone: (212) 468-8000
Facsimile: (212) 468-7900
Norman S. Rosenbaum
Jordan A. Wishnew
Meryl L. Rothchild

Counsel for the ResCap Borrower Claims Trust

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
_____)	

**RESCAP BORROWER CLAIMS TRUST’S COUNTER-
DESIGNATION OF ITEMS FOR RECORD ON APPEAL**

Pursuant to Rule 8009 of the Federal Rules of Bankruptcy Procedure and Rule 8009-1 of the Local Bankruptcy Rules for the Southern District of New York, the ResCap Borrower Claims Trust (the “**Borrower Trust**”), established pursuant to the terms of the *Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 6030] (the “**Plan**”)¹ in the above-captioned Chapter 11 cases (the “**Chapter 11 Cases**”), hereby submits the following counter-designation of additional items to be included in the record on appeal in connection with the Notice of

¹ The Plan was confirmed by order of the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) dated December 11, 2013 [Docket No. 6065] and the Plan’s effective date occurred on December 17, 2013. The Plan provides for the creation and implementation of the Borrower Trust. *See* Plan, Art. IV.F. The Plan further provides that the Borrower Claims Trustee is deemed the representative of the Debtors’ estates for the purpose of prosecuting objections to borrower claims, *see* Plan, Art. IV.S.

Appeal [Docket No. 8844] and designation of items to be included in the record on appeal [Docket No. 8921] filed by appellant Francine Silver (the “**Appellant**”), from the *Memorandum Opinion and Order Sustaining the ResCap Borrower Claims Trust's Objection to Claim Number 61 Filed by Francine Silver* [Docket No. 8788], which was entered by the Bankruptcy Court on June 24, 2015.

The Borrower Trust designates the following additional items to be included in the record on appeal.²

A. Items Filed in the Chapter 11 Cases

Docket No.	Description
6706 ³	Order Denying Motion of Francine Silver for Payment of Claim No. 61
6065 [*]	Order Confirming Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC, <i>et al.</i> and the Official Committee of Unsecured Creditors
6030 [*]	Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC, <i>et al.</i> and the Official Committee of Unsecured Creditors

B. Other

Docket No.	Description
N/A [*]	Proof of Claim Number 61 filed by Francine Silver on June 5, 2012
8368	Transcript of Hearing Held on February 25, 2015
8535	Transcript of Evidentiary Hearing Held on April 16, 2015

² For the avoidance of doubt, the Borrower Trust’s designation of any pleadings and/or exhibit lists includes the designation of any and all exhibits filed with, attached to, or otherwise referenced in such pleadings. For the further avoidance of doubt, the Borrower Trust designates all items designated by Appellant in Docket No. 8921, Case No. 12-12020 (MG), including all exhibits filed with, attached to, or otherwise referenced in such items or pleadings.

³ In the Appellant’s designations, the order is included under Docket No. 6705. According to the docket for the Chapter 11 Cases, the order was filed at Docket No. 6706.

^{*} For ease of reference, these documents, which were designated by the Appellant, are included in the counter-designations along with their respective docket numbers.

Dated: August 3, 2015
New York, New York

/s/ Norman S. Rosenbaum

Norman S. Rosenbaum

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*Counsel for the ResCap Borrower Claims
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